

Tennessee Payphone Services
4480-H South Cobb Drive, #273
Smyrna, GA 30080

Phone: (770) 652-6528
Email: matt1brown@earthlink.net

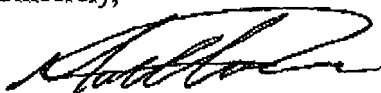
February 28, 2005

Dear Sir or Madame,

On February 26, 2005 I sold my interest in Tennessee Payphone Services to TelSouth Communications HHI, LLC. I am hereby requesting that ownership of certificate #128177 issued to Tennessee Payphone Services by the Tennessee Regulatory Authority be transferred to TelSouth Communications HHI, LLC. Furthermore, I, Matthew Brown, no longer own or operate any payphones in the state of Tennessee.

Nancy Jackson of TelSouth Communications HHI, LLC is the Operations Manager and can be contacted at (865) 389-6100 regarding this transfer of certificate ownership. The mailing address of TelSouth HHI, LLC is 601 Hickory Woods Road, Knoxville, TN 37922.

Sincerely,



Matthew Brown

RECEIVED
FEB 28 2005
TENNESSEE REGULATORY AUTHORITY
1000 GAYLARD DRIVE
NASHVILLE, TN 37203

05-0045